

## Exhibit 2

### Memorandum of Agreement- Convertible Loan Option

This Agreement is between **Perry Matlock**, as (“Option Holder”) , and Redbird Business Group LLC, dated this 22nd day of March, 2022. This agreement is intended to supersede and replace the Memorandum of Agreement – Convertible Loan Option dated June 8, 2021, between Option Holder and Redbird Ventures LLC, to correctly identify the intended loan debtor, Redbird Business Group LLC, in preparation of the reorganization.

Whereas, Redbird Business Group LLC and its Manager, Redbird Ventures LLC, is in the process of completing a reorganization of the structure of the business enterprise consisting of assets developed by Redbird Ventures LLC, which will be rolled into **Redbird Business Group LLC** through a transaction to be presented to the Members of Redbird Business Group LLC, RB RealtyCo LLC, and Redbird Bioscience Oklahoma LLC; and,

Whereas, the completion of transactional documents for the reorganization will be presented to Option Holder within the next thirty (30 ) days; and,

Whereas, the capital and proceeds from the previously funded loan was for the benefit of Redbird Business Group LLC and RB RealtyCo LLC, for the purpose of completing capital projects at the Stilwell, Oklahoma facility, and for the purpose of reimbursing substantial expenses advanced by the Members of Redbird Ventures LLC on behalf of Redbird Business Group LLC; and,

Whereas, Units or Shares in the reorganized entity will be made available for purchase following the execution and delivery of the transactional documents to be presented to the Members of Redbird Business Group LLC, RB RealtyCo LLC, and Redbird Bioscience Oklahoma, LLC;

Whereas the Option Holder has advanced funds to Redbird Ventures LLC for the benefit of Redbird Business Group LLC in the amount set forth below, which loan amount may be repaid under the terms set forth herein, or, at Option Holder’s option, may be converted to Shares or Units in the reorganized entity following the execution and delivery of the reorganization transactional documents;

Now, therefore, the parties agree as follows:

Option Holder has loaned the sum of **\$1,475,000.00** to Redbird Business Group LLC, the receipt of which is acknowledged.

Redbird Business Group LLC promises to pay to the order of Option Holder the aggregate principal sum of **\$1,475,000.00**, on or before April 30, 2022.

Option Holder shall have the option of converting the entirety of the unpaid loan amount to purchase **One Thousand Four Hundred Seventy Five (1,475) Class A Units** or Shares in Redbird Business Group LLC upon completion of the reorganization transaction by notifying Redbird Ventures LLC of its intention to convert, and upon execution of appropriate purchase documents by Option Holder, as soon as practicable following the completion of the reorganization transaction.

This Option Agreement shall be construed, enforced, and governed in accordance with the laws of the State of Oklahoma. Any suit involving any dispute or matter arising under this Agreement may only be brought in the United States District Court for the Western District of Oklahoma or, if in state



court, in Tulsa County, Oklahoma. All parties to this Agreement hereby consent to the exercise of personal jurisdiction by any such court with respect to any such proceeding.

Agreed this 22nd day of March, 2022.

Option Holder: **Perry Matlock**

By:  [Signature] Mar 22, 2022  
Perry Matlock (Mar 22, 2022 17:50 CDT)

**Redbird Business Group LLC**

By: **Redbird Ventures LLC , Manager**

By:  Mar 22, 2022  
Nimrod Patel (Mar 22, 2022 18:24 CDT)

Its: **Member Co-Manager**